



May 9, 2025

Company name: TOA ROAD CORPORATION  
Representative: Kyouichi Morishita  
Representative Director, President  
(Securities code: 1882, Prime Market  
of Tokyo Stock Exchange)  
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## **Notice Regarding Introduction of Interim Dividend System and Partial Amendments to the Articles of Incorporation**

TOA ROAD CORPORATION (hereinafter, the “Company”) hereby announces that at the Board of Directors meeting held on May 9, 2025, the Company resolved to submit proposals for the introduction of an interim dividend system and partial amendments to the Articles of Incorporation to the 119th Annual General Meeting of Shareholders to be held on June 27, 2025. Details are as follows.

### **1. Introduction of an interim dividend system**

#### **(1) Purpose of introduction**

In order to further enhance opportunities to return profits to shareholders, the Company introduces an interim dividend system in addition to the payment of the year-end dividend, which is currently paid once a year.

#### **(2) Record date for interim dividend**

September 30 of each year

The introduction of an interim dividend system is subject to the approval of a proposal to amend the Articles of Incorporation relating to introducing the said system at the 119th Annual General Meeting of Shareholders to be held on June 27, 2025.

### **2. Partial amendments to the Articles of Incorporation**

#### **(1) Reason for the amendments**

In order to further enhance opportunities to return profits to shareholders, the Company proposes to make the necessary amendments to the Articles of Incorporation, which enable the Company to distribute its surplus (interim dividend) based on a resolution of the Board of Directors, in accordance with the provisions of Article 454, Paragraph (5) of the Companies Act.

(2) Details of amendments

The details of the amendments to the Articles of Incorporation are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
(Record date for distribution of surplus)	(Record date for distribution of surplus)
Article 53    The record date for the year-end dividend of the Company shall be March 31 of each year.  (Newly established)	Article 53    (Unchanged)
② If <u>the dividend property referred to in the preceding paragraph is in cash and it is</u> not received within three full years from the date of commencement of payment thereof, the Company shall be relieved of the obligation to pay such <u>cash</u> .	② <u>The Company may, by resolution of the Board of Directors, distribute an interim dividend, with September 30 of each year as the record date.</u>
③ No interest shall be paid on unpaid dividends.	③ If <u>dividends or interim dividends</u> are not received within three full years from the date of commencement of payment thereof, the Company shall be relieved of the obligation to pay such <u>dividends or interim dividends</u> .
	④ (Unchanged)

(3) Schedule

Scheduled date of the General Meeting of Shareholders proposing the amendments to the Articles of Incorporation:

June 27, 2025

Scheduled effective date of the amendments to the Articles of Incorporation:

June 27, 2025